

**UNITED STATES DISTRICT COURT
DISTRICT OF PUERTO RICO**

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO, *et al.*,

Debtors.¹

PROMESA

Title III

No. 17 BK 3283-LTS

(Jointly Administered)

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

PUERTO RICO ELECTRIC POWER AUTHORITY,

Debtor.

PROMESA

Title III

No. 17 BK 4780-LTS

**This Motion relates to PREPA
and shall be filed in Lead Case
No. 17 BK 3283-LTS and Case
No. 17 BK 4780-LTS.**

Re: ECF No. 2050

**NOTICE OF SUBMISSION OF AMENDED EXHIBIT TO OMNIBUS MOTION OF
PUERTO RICO ELECTRIC POWER AUTHORITY FOR ENTRY OF AN ORDER (A)
AUTHORIZING PREPA TO REJECT CERTAIN POWER PURCHASE AND
OPERATING AGREEMENTS, AND (B) GRANTING RELATED RELIEF**

¹ The Debtors in these Title III Cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority ("PBA") (Bankruptcy Case No. 19-BK-5523-LTS) (Last Four Digits of Federal Tax ID: 3801 (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

To the Honorable United States District Court Judge Laura Taylor Swain:

1. On July 7, 2020 the Puerto Rico Electric Power Authority (“PREPA”) submitted its *Omnibus Motion for Entry of an Order (A) Authorizing PREPA to Reject Certain Power Purchase and Operating Agreements, and (B) Granting Related Relief* (the “Motion”) [ECF No. 2050].

2. The Oversight Board respectfully submits as **Exhibit A** an amended version of Exhibit A [ECF No. 2050-1] to the Motion (the “Amended List of Rejected PPOAs”).

3. The Amended List of Rejected PPOAs removes the following agreement from the list of Rejected PPOAs:

Renewable Power Purchase and Operating Agreement between YFN Yabucoa Solar, LLC and PREPA, dated October 17, 2012.

4. The Amended List of Rejected PPOAs adds the following agreement as a Rejected PPOA:

Renewable Power Purchase and Operating Agreement between Yabucoa Solar LLC (as successor in interest to Western Wind Puerto Rico Corp.) and PREPA, dated February 25, 2011, as amended June 7, 2011, March 23, 2012 and August 29, 2012 Contract No. 2011-P00090.

5. A blackline comparison of the Amended List of Rejected PPOAs to the original exhibit is attached as **Exhibit B**.

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Dated: July 8, 2020
San Juan, Puerto Rico

Respectfully submitted,

/s/ Paul V. Possinger

Martin J. Bienenstock (*pro hac vice*)
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Management Board as representative for the
Commonwealth of Puerto Rico and the Puerto
Rico Electric Power Authority*

/s/ Luis F. Del Valle-Emmanuelli

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Debtor*

Exhibit A

Amended List of Rejected PPOAs

1. Renewable Power Purchase and Operating Agreement between South Solar Two Project, LLC and PREPA, dated October 10, 2012, as amended October 10, 2012 Contract No: 2013-P00047.
2. Power Purchase and Operating Agreement between Wind to Energy Systems, LLC and PREPA, dated March 30, 2011 Contract No. 2011-P00101.
3. Power Purchase and Operating Agreement by and between Cabo Solar Farm, LLC and PREPA, dated December 17, 2012 Contract No. 2013-P00069.
4. Renewable Power Purchase and Operating Agreement between North Coast Solar, LLC and PREPA, dated August 28, 2012, as amended December 17, 2012, June 12, 2014 and June 4, 2015 Contract No. 2013-P00041.
5. Power Purchase and Operating Agreement by and between Carolina Solar Farm LLC and PREPA, dated December 21, 2012 Contract No. 2013-P00067.
6. Renewable Power Purchase and Operating Agreement by and between GG Alternative Energy Corporation and PREPA, dated December 26, 2012. Contract No. 2013-P00077.
7. Renewable Power Purchase and Operating Agreement by and between HSEA PR Isla Solar I, LLC and PREPA, dated December 13, 2012 Contract No. 2013-P00057.
8. Power Purchase and Operating Agreement by and between Interamerican Energy Sources, LLC and PREPA, dated December 30, 2011 Contract No. 2012-P00060.
9. Renewable Power Purchase and Operating Agreement by and between Juncos Solar Energy, LLC and PREPA, dated May 15, 2012 Contract No. 2012-P00138.
10. Renewable Power Purchase and Operating Agreement by and between Lajas Solar Project, LLC and PREPA, dated October 10, 2012, as amended October 10, 2012 Contract No. 2013-P00046.
11. Power Purchase and Operating Agreement by and between GG Alternative Energy Corporation and PREPA, dated December 28, 2012 Contract No. 2013-P00071.
12. Renewable Power Purchase and Operating Agreement between Jonas Solar Energy LLC and PREPA, dated May 9, 2012 Contract No. 2012-P00140.
13. Power Purchase and Operating Agreement between NRG Solar Isabela LLC and PREPA, dated December 21, 2012 Contract No. 2013-P00068.
14. Power Purchase and Operating Agreement between Rea Energy Ceiba Solar Plant, LLC and PREPA, dated December 28, 2012 Contract No. 2013-P00076.

15. Renewable Power Purchase and Operating Agreement between Rea Energy Luquillo Solar Plant, LLC and PREPA, dated October 10, 2012, as amended December 28, 2012 Contract No. 2013-P00051.
16. Power Purchase and Operating Agreement between Renewable Power Group, Inc. and PREPA, dated August 1, 2011 Contract No. 2012-P00010.
17. Power Purchase and Operating Agreement between Renewable Power Group, Inc. and PREPA, dated August 1, 2011 Contract No. 2012-P00009.
18. Renewable Power Purchase and Operating Agreement between Moca Solar Farm, LLC and PREPA, dated July 20, 2012, as amended December 17, 2012, June 12, 2014 and June 4, 2015 Contract No. 2013-P00003.
19. Renewable Power Purchase and Operating Agreement between Solar Project Ponce, LLC and PREPA, dated October 10, 2012, as amended October 10, 2012 Contract No. 2013-P00045.
20. Renewable Power Purchase and Operating Agreement between Tropical Solar Farm, LLC and PREPA, dated November 3, 2011 Contract No. 2012-P00041.
21. Power Purchase and Operating Agreement between Vega Baja Solar Energy LLC and PREPA, dated May 15, 2012, as amended December 28, 2012. Contract No. 2013-P00139.
22. Power Purchase and Operating Agreement between Tradewinds Energy LLC and PREPA, dated October 19, 2011, Contract No. 2012-P00028.
23. Power Purchase and Operating Agreement between Tradewinds Energy LLC and PREPA, dated October 19, 2011 Contract No. 2012-P00030.
24. Renewable Power Purchase and Operating Agreement by and between Hatillo Solar LLC and PREPA, dated December 13, 2012 Contract No. 2013-P00074.
25. Power Purchase and Operating Agreement between ReSun (Farjado), LLC and PREPA, dated December 16, 2011. Contract No. 2012-P00062.
26. Power Purchase and Operating Agreement between Energy Answers Arecibo, LLC and PREPA, dated December 4, 2009.
27. Renewable Power Purchase and Operating Agreement between Yabucoa Solar LLC (as successor in interest to Western Wind Puerto Rico Corp.) and PREPA, dated February 25, 2011, as amended June 7, 2011, March 23, 2012 and August 29, 2012 Contract No. 2011-P00090.

Exhibit B

Amended List of Rejected PPOAs Comparison

Exhibit A

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Document comparison by Workshare Compare on Wednesday, July 8, 2020 11:39:53 AM

Input:	
Document 1 ID	file:///na.proskauer.com/firm/Home/CH1/5861/My Documents/Amended PPOA Rejection Exhibit (original).DOCX
Description	Amended PPOA Rejection Exhibit (original)
Document 2 ID	file:///na.proskauer.com/firm/Home/CH1/5861/My Documents/Amended PPOA Rejection Exhibit (clean).DOCX
Description	Amended PPOA Rejection Exhibit (clean)
Rendering set	Standard

Legend:	
<u>Insertion</u>	
Deletion	
Moved from	
<u>Moved to</u>	
Style change	
Format change	
Moved deletion	
Inserted cell	
Deleted cell	
Moved cell	
Split/Merged cell	
Padding cell	

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Moved to	1
Style change	0
Format changed	0

Total changes	9
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